

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

VICE GROUP HOLDING INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 23-10738 (JPM)

(Jointly Administered)

AFFIDAVIT OF SERVICE

I, Christopher Chiu, depose and say that I am employed by Stretto, the claims and noticing agent for the Debtors in the above-captioned cases.

On July 20, 2023, at my direction and under my supervision, employees of Stretto caused the following document to be served via first-class mail on the service list attached hereto as **Exhibit A**, via electronic mail on the service list attached hereto as **Exhibit B**:

- **Supplemental Order (A) Approving the Asset and Equity Purchase Agreement, (B) Authorizing the Sale of Assets, (C) Authorizing the Assumption and Assignment of Contracts and Leases, and (D) Granting Related Relief** (Docket No. 323)

In addition to the methods of service set forth herein, parties who have requested electronic notification of filings via the Bankruptcy Court's CM/ECF system were sent the above referenced documents via electronic service.

Dated: July 24, 2023


Christopher Chiu

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California, County of Orange

Subscribed and sworn to (or affirmed) before me on this 24th day of July, 2023, by Christopher Chiu, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: 

DANIELLE HARNDEN
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20224038481
MY COMMISSION EXPIRES 2026-10-04

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's tax identification number, are: Vice Group Holding Inc. (4250); Vice Impact Inc. (9603); Vice Media LLC (5144); Villain LLC (3050); Boy Who Cried Author LLC (6199); Carrot Operations LLC (1596); Carrot Creative LLC (8652); Channel 271 Productions LLC (1637); Clifford Benski, Inc. (9387); Dana Made LLC (1065); Inverness Collective LLC (6542); JT Leroy Holding LLC (7555); PLDM Films LLC (5217); Project Change LLC (2758); R29 Pride, LLC (7011); R29 Productions, LLC (6344); Refinery 29 Inc. (7749); Valvi LLC (6110); Vice Content Development, LLC (5165); Vice Distribution LLC (5515); Vice Europe Holding Limited (N/A); Vice Europe Pulse Holding Limited (N/A); Vice Food LLC (1693); Vice Holding Inc. (2658); Vice International Holding, Inc. (5669); Vice Music Publishing LLC (3022); Vice Payroll LLC (6626); Vice Productions LLC (5399); Vice Project Services LLC (6473); Virtue Worldwide, LLC (7212); Visur LLC (9336); VTV Productions LLC (6854); and Goldie Films, Inc. (1241). The location of the Debtors' service address for purposes of these chapter 11 cases is: 49 South 2nd Street, Brooklyn, NY 11240

Exhibit A

Exhibit A

Served Via First-Class Mail



Name	Attention	Address 1	Address 2	City	State	Zip	Country
49 South Second Street LLC	c/o Backenroth Frankel & Krinsky, LLP	Attn: Mark A. Frankel	488 Madison Avenue, Fl 23	New York	NY	10022	
A&E Television Networks, LLC	c/o Simpson Thacher & Bartlett LLP	Attn: Sunny Singh, Nicholas E. Baker & Ashley M. Gherlone	425 Lexington Avenue	New York	NY	10017	
Cal Realty Holdings, LP	c/o Greenburg Glusker Fields Claman & Machtinger LLP	Attn: Jeffrey A. Krieger	2049 Century Park East, Ste. 2600	Los Angeles	CA	90067	
Cigna Health and Life Insurance Company	c/o Connolly Gallagher LLP	Attn: Jeffrey C. Wisler	1201 North Market Street, 20th Floor	Wilmington	DE	19801	
Cigna Health and Life Insurance Company	c/o Hunton Andrews Kurth LLP	Attn: Robert A. Rich	200 Park Avenue	New York	NY	10166	
Commonwealth of Pennsylvania, Department of Revenue	Attn: Christos A. Katsaounis	PO Box 281061	Office of Chief Counsel	Harrisburg	PA	17128-1061	
Concur Technologies, Inc.	c/o Brown & Connery, LLP	Attn: Donald K. Ludman	6 North Broad Street, Suite 100	Woodbury	NJ	08096	
Counsel to the Official Committee of Unsecured Creditors	c/o Pachulski Stang Ziehl & Jones LLP	Attn: Robert J. Feinstein, Bradford J. Sandler, Cia H. Mackle	780 Third Avenue, 34th Floor	New York	NY	10017	
District of Columbia	Office of the Attorney General	441 4Th St Nw, Ste 1100S		Washington	DC	20001	
Entertainment Industries Employer Association	c/o Holland & Hart LLP	Attn: Robert A. Faucher & Julie A. Hamilton	800 W. Main Street, Suite 1750	Boise	ID	83702-7714	
Entertainment Industries Employer Association	c/o McGrail & Bensinger LLP	Attn: David C. McGrail & Veronique A. Urban	888-C 8th Avenue #107	New York	NY	10019	
Fortress Credit Corporation	c/o Fortress Investment Group LLP	1345 Avenue of the Americas, 46th Floor		New York	NY	10105	
Fortress Credit Corporation	c/o Gibson Dunn & Crutcher LLP	Attn: Michael S. Neumeister	333 South Grand Avenue	Los Angeles	CA	90071	
Fortress Credit Corporation	c/o Gibson, Dunn & Crutcher LLP	Attn: David M. Feldman, Tommy Scheffer, Matt Rowe & Michael S. Neumeister	200 Park Avenue	New York	NY	10166	
Horizon Media Inc	Attn: Maria Freda, EVP, Chief Finance Officer	75 Varick Street		New York	NY	10013	
JP Morgan Chase Bank, N.A.		25 Bank Street, Canary Warf		London		E14 5JP	United Kingdom
Marisa Clifford and B&C 3, LLC		26 Birchwood Avenue		London		N10 3BE	United Kingdom
Motion Picture Editors Guild, IATSE Local 700	c/o Spivak Lipton LLP	Attn: Elizabeth Orfan	1040 6th Avenue, 20th Floor	New York	NY	10018	
New York State Department of Taxation and Finance	c/o Office of the New York State Attorney General	Attn: Leo V. Gagion	28 Liberty Street, 17th Floor	New York	NY	10005	
New York Tax Commission		Municipal Building	1 Centre Street, Room 2400	New York	NY	10007	
OMnet LLC	Attn: Carson Kwan, Sr. Director, Finance	195 Broadway, 8th Floor		New York	NY	10007	
OMnet LLC	c/o McDermott Will & Emery LLP	Attn: Darren Azman	One Vanderbilt Avenue	New York	NY	10017-3852	
Oracle America, Inc.	c/o Buchalter, A Professional Corporation	Attn: Shawn M. Christianson	425 Market Street, Suite 2900	San Francisco	CA	94105-3493	
Paramount Global and its affiliates, including Pluto Inc., Showtime Networks Inc., and Viacom International Inc.	c/o Stroock & Stroock & Lavan LLP	Attn: Stephan E. Hornung & Alex Talesnick	180 Maiden Lane	New York	NY	10038-4982	
Publicis Media, Inc.	c/o Locke Lord LLP	Attn: Hanna J. Redd	111 Huntington Avenue, 9th Floor	Boston	MA	02199	
Publicis Media, Inc.	c/o Locke Lord LLP	Attn: Jonathan W. Young	701 8th Street, N.W., Suite 500	Washington	DC	20001	
Publicis Media, Inc.	c/o Locke Lord LLP	Attn: Sean A. Feener	Brookfield Place, 200 Vesey Street, 20th Floor	New York	NY	10281	
Securities And Exchange Commission	Attn: Andrew Calamari	200 Vesey Street, Ste 400	Regional Director Brookfield Place	New York	NY	10281-1022	
State of Alabama	Office of the Attorney General	501 Washington Ave		Montgomery	AL	36104	
State of Alaska	Office of the Attorney General	1031 W 4th Ave, Ste 200		Anchorage	AK	99501	
State of Arizona	Office of the Attorney General	2005 N Central Ave		Phoenix	AZ	85004	
State of Arkansas	Office of the Attorney General	323 Center St, Ste 200		Little Rock	AR	72201	
State of California	Office of the Attorney General	PO Box 944255		Sacramento	CA	94244-2550	
State of Colorado	Office of the Attorney General	Ralph L. Carr Judicial Building	1300 Broadway, 10Th Fl	Denver	CO	80203	
State of Connecticut	Office of the Attorney General	165 Capitol Ave		Hartford	CT	06106	
State of Delaware	Office of the Attorney General	Department of Justice, Carvel State Office Building	820 N French Street	Wilmington	DE	19801	
State of Florida	Office of the Attorney General	The Capitol Pl-01		Tallahassee	FL	32399	
State of Georgia	Office of the Attorney General	40 Capitol Sq Sw		Atlanta	GA	30334	
State of Hawaii	Office of the Attorney General	425 Queen Street		Honolulu	HI	96813	
State of Idaho	Office of the Attorney General	700 W. Jefferson St, Suite 210		Boise	ID	83720	
State of Illinois	Office of the Attorney General	James R. Thompson Center	100 W. Randolph St	Chicago	IL	62706	
State of Indiana	Office of the Attorney General	Indiana Government Center South	302 W Washington St 5Th Fl	Indianapolis	IN	46204	
State of Iowa	Office of the Attorney General	Hoover State Office Building	1305 E. Walnut Street Rm 109	Des Moines	IA	50319	
State of Kansas	Office of the Attorney General	120 SW 10Th Ave, 2nd Fl		Topeka	KS	66612	
State of Kentucky	Office of the Attorney General	Capitol Building	700 Capitol Ave Ste 118	Frankfort	KY	40601	

Exhibit A

Served Via First-Class Mail



Name	Attention	Address 1	Address 2	City	State	Zip	Country
State of Louisiana	Office of the Attorney General	1885 N. Third St		Baton Rouge	LA	70802	
State of Maine	Office of the Attorney General	6 State House Station		Augusta	ME	04333	
State of Maryland	Office of the Attorney General	200 St. Paul Pl		Baltimore	MD	21202	
State of Massachusetts	Office of the Attorney General	1 Ashburton Place, 20Th Floor		Boston	MA	02108	
State of Michigan	Office of the Attorney General	G. Mennen Williams Building, 7Th Floor	525 W Ottawa St	Lansing	MI	48909	
State of Minnesota	Office of the Attorney General	445 Minnesota St, Ste 1400		St. Paul	MN	55101	
State of Mississippi	Office of the Attorney General	Walter Sillers Building	550 High St Ste 1200	Jackson	MS	39201	
State of Missouri	Office of the Attorney General	Supreme Court Building	207 W High St	Jefferson City	MO	65101	
State of Montana	Office of the Attorney General	215 N. Sanders	Justice Building, Third Fl	Helena	MT	59601	
State of Nebraska	Office of the Attorney General	2115 State Capitol		Lincoln	NE	68509	
State of Nevada	Office of the Attorney General	Old Supreme Court Building	100 N Carson St	Carson City	NV	89701	
State of New Hampshire	Office of the Attorney General	Nh Department of Justice	33 Capitol St.	Concord	NH	03301	
State of New Jersey	Office of the Attorney General	Richard J. Hughes Justice Complex	25 Market St 8Th Fl, West Wing	Trenton	NJ	08611	
State of New Mexico	Office of the Attorney General	408 Galisteo Street	Villagra Building	Santa Fe	NM	87501	
State of New York	Office of the Attorney General	The Capitol	2nd Floor	Albany	NY	12224	
State of North Carolina	Office of the Attorney General	114 W Edenton St		Raleigh	NC	27603	
State of North Dakota	Office of the Attorney General	State Capitol, 600 E Boulevard Ave	Dept. 125	Bismarck	ND	58505	
State of Ohio	Office of the Attorney General	State Office Tower	30 E Broad St 14Th Fl	Columbus	OH	43215	
State of Oklahoma	Office of the Attorney General	313 Ne 21St St		Oklahoma City	OK	73105	
State of Oregon	Office of the Attorney General	1162 Court St Ne		Salem	OR	97301	
State of Pennsylvania	Office of the Attorney General	Strawberry Square 16Th Fl		Harrisburg	PA	17120	
State of Rhode Island	Office of the Attorney General	150 S Main St		Providence	RI	02903	
State of South Carolina	Office of the Attorney General	Rembert C. Dennis Bldg	1000 Assembly St Rm 519	Columbia	SC	29201	
State of South Dakota	Office of the Attorney General	1302 E Highway 14, Ste 1		Pierre	SD	57501	
State of Tennessee	Office of the Attorney General	301 6Th Ave N		Nashville	TN	37243	
State of Texas	Office of the Attorney General	300 W. 15Th St		Austin	TX	78701	
State of Utah	Office of the Attorney General	Utah State Capitol Complex	350 North State St Ste 230	Salt Lake City	UT	84114	
State of Utah	Office of the Attorney General, Sean D. Reyes	State Capitol, Room 236		Salt Lake City	UT	84114	
State of Vermont	Office of the Attorney General	109 State St.		Montpelier	VT	05609	
State of Virginia	Office of the Attorney General	202 N. Ninth St.		Richmond	VA	23219	
State of Washington	Office of the Attorney General	1125 Washington St Se		Olympia	WA	98501	
State of Washington	Office of the Attorney General	PO Box 40100		Olympia	WA	98504	
State of West Virginia	Office of the Attorney General	State Capitol, 1900 Kanawha Blvd E	Building 1 Rm E-26	Charleston	WV	25305	
State of Wisconsin	Office of the Attorney General	17 West Main Street, Room 114 East P		Madison	WI	53702	
State of Wyoming	Office of the Attorney General	Kendrick Building	2320 Capitol Ave	Cheyenne	WY	82002	
The Internal Revenue Service	Centralized Insolvency Operations	PO Box 7346		Philadelphia	PA	19101-7346	
The Office of the United States Attorney for the Southern District of New York	Attention: Tax & Bankruptcy Unit	86 Chambers Street, Third Floor		New York	NY	10007	
The Office of the United States Trustee	Attn: Andrea B. Schwartz & Annie Wells	Alexander Hamilton Custom House	One Bowling Green, Suite 534	New York	NY	10004	
Thomas Benski and B&C 3, LLC	Notice Name Redacted	COMO Parrot Cay Provideciales				TKCA IZZ	Turks and Caicos Islands
TPG Virat Holdings 1, L.P. and Sixth Street Virat Holdings 3, LLC	c/o Wachtell, Lipton, Rosen & Katz	Attn: Scott K. Charles and Neil M. Snyder	51 West 52nd Street	New York	NY	10019	
Web Holdings LLC	c/o Backenroth Frankel & Krinsky, LLP	Attn: Mark A. Frankel	488 Madison Avenue, Fl 23	New York	NY	10022	
Wilmington Trust, National Association	c/o Shipman & Goodwin LLP	Attn: Marie C. Pollio & Latonia C. Williams	One Constitution Plaza	Hartford	CT	06103-1919	
Wipro LLC	Attn: Pankaj Narmolia, Head - Finance	1114 Avenue of the Americas, Suite 3030		New York	NY	10036	
Wolftech Broadcast Solutions AS	c/o ASK LLP	Attn: Marianna Udem, Brigitte G. McGrath	60 East 42nd Street, 46th Floor	New York	NY	10165	
Wolftech Broadcast Solutions AS	Notice Name Redacted	Agnes Mowinckelsgate 6		Bergen		5008	Norway
Writers Guild of America, East	c/o Spivak Lipton LLP	Attn: Eric R. Greene, James M. Murphy	1040 6th Avenue 20th Floor	New York	NY	10018	
XWP Co. Pty Ltd.	Attn: Sarah Prelorenzo, Chief Financial Officer	2/13 Chadwell Grove		Chelsea	VIC	3196	Australia

Exhibit B

Exhibit B

Served Via Electronic Mail



Name	Attention 1	Attention 2	Email
49 South Second Street LLC	c/o Backenroth Frankel & Krinsky, LLP	Attn: Mark A. Frankel	mfrankel@bflaw.com
		Attn: Sunny Singh, Nicholas E. Baker & Ashley M. Gherlone	sunny.singh@stblaw.com nbaker@stblaw.com ashley.gherlone@stblaw.com
A&E Television Networks, LLC	c/o Simpson Thacher & Bartlett LLP		
American Broadcasting Companies, Inc.	c/o McGrail & Bensinger LLP	Attn: David C. McGrail, Veronique A. Urban	dmcgrail@mcgrailbensinger.com vurban@mcgrailbensinger.com
Cal Realty Holdings, LP	c/o Greenburg Glusker Fields Claman & Machtinger LLP	Attn: Jeffrey A. Krieger	JKrieger@GreenburgGlusker.com
Cigna Health and Life Insurance Company	c/o Connolly Gallagher LLP	Attn: Jeffrey C. Wisler	jwisler@connollygallagher.com
Cigna Health and Life Insurance Company	c/o Hunton Andrews Kurth LLP	Attn: Robert A. Rich	rrich@huntonak.com
Commonwealth of Pennsylvania, Department of Revenue	Attn: Christos A. Katsaounis		ra-occbankruptcy5@state.pa.us
Concur Technologies, Inc.	c/o Brown & Connery, LLP	Attn: Donald K. Ludman	dludman@brownconnery.com
		Attn: Robert J. Feinstein, Bradford J. Sandler, Cia H. Mackle	rfeinstein@pszjlaw.com bsandler@pszjlaw.com cmackle@pszjlaw.com
Counsel to the Official Committee of Unsecured Creditors District of Columbia	c/o Pachulski Stang Ziehl & Jones LLP Office of the Attorney General		oag@dc.gov
Entertainment Industries Employer Association	c/o Holland & Hart LLP	Attn: Robert A. Faucher & Julie A. Hamilton	rfaucher@hollandhart.com jahamilton@hollandhart.com
Entertainment Industries Employer Association	c/o McGrail & Bensinger LLP	Attn: David C. McGrail & Veronique A. Urban	dmcgrail@mcgrailbensinger.com vurban@mcgrailbensinger.com
Fortress Credit Corporation	c/o Fortress Investment Group LLP		gccredit@fortress.com
Fortress Credit Corporation	c/o Gibson Dunn & Crutcher LLP	Attn: Michael S. Neumeister	mneumeister@gibsondunn.com
		Attn: David M. Feldman, Tommy Scheffer, Matt Rowe & Michael S. Neumeister	dfeldman@gibsondunn.com tscheffer@gibsondunn.com mrowe@gibsondunn.com mneumeister@gibsondunn.com
Horizon Media Inc	Attn: Maria Freda, EVP, Chief Finance Officer		sfried@horizonmedia.com mfreda@horizonmedia.com
Motion Picture Editors Guild, IATSE Local 700	c/o Spivak Lipton LLP	Attn: Elizabeth Orfan	eorfan@spivaklipton.com
New York State Department of Taxation and Finance	c/o Office of the New York State Attorney General	Attn: Leo V. Gagon	leo.gagon@ag.ny.gov
OMnet LLC	Attn: Carson Kwan, Sr. Director, Finance		Carson.kwan@omnicomediagroup.com
OMnet LLC	c/o McDermott Will & Emery LLP	Attn: Darren Azman	dazman@mwe.com
Oracle America, Inc.	c/o Buchalter, A Professional Corporation	Attn: Shawn M. Christianson	schristianson@buchalter.com
Paramount Global and its affiliates, including Pluto Inc., Showtime Networks Inc., and Viacom International Inc.	c/o Stroock & Stroock & Lavan LLP	Attn: Stephan E. Hornung & Alex Talesnick	shornung@stroock.com atalesnick@stroock.com
Publicis Media, Inc.	c/o Locke Lord LLP	Attn: Hanna J. Redd	hanna.redd@lockelord.com
Publicis Media, Inc.	c/o Locke Lord LLP	Attn: Jonathan W. Young	jonathan.young@lockelord.com
Publicis Media, Inc.	c/o Locke Lord LLP	Attn: Sean A. Feener	sean.feener@lockelord.com
Securities And Exchange Commission	Attn: Andrew Calamari		NYROBankruptcy@SEC.GOV
Southern District of New York Bankruptcy Court	Attn: Judge Mastando		JPM.chambers@nysb.uscourts.gov maria_rodriguez_castillo@nysb.uscourts.gov
State of Alabama	Office of the Attorney General		consumerinterest@Alabamaag.gov
State of Alaska	Office of the Attorney General		attorney.general@alaska.gov
State of Arizona	Office of the Attorney General		BCEIntake@azag.gov
State of California	Office of the Attorney General		xavier.becerra@doj.ca.gov
State of Colorado	Office of the Attorney General		DOR_TAC_Bankruptcy@state.co.us
State of Connecticut	Office of the Attorney General		attorney.general@ct.gov

Exhibit B

Served Via Electronic Mail



Name	Attention 1	Attention 2	Email
State of Delaware	Office of the Attorney General		Attorney.General@state.DE.US
State of Florida	Office of the Attorney General		ashley.moody@myfloridalegal.com
State of Hawaii	Office of the Attorney General		hawaiiag@hawaii.gov
State of Idaho	Office of the Attorney General		lawrence.wasden@ag.idaho.gov
State of Illinois	Office of the Attorney General		michelle@lisamadigan.org
State of Iowa	Office of the Attorney General		consumer@ag.iowa.gov
State of Kansas	Office of the Attorney General		derek.schmidt@ag.ks.gov
State of Kentucky	Office of the Attorney General		KyOAGOR@ky.gov
State of Louisiana	Office of the Attorney General		ConstituentServices@ag.louisiana.gov
State of Maryland	Office of the Attorney General		oag@oag.state.md.us
State of Massachusetts	Office of the Attorney General		ago@state.ma.us
State of Michigan	Office of the Attorney General		miag@michigan.gov
State of Minnesota	Office of the Attorney General		Attorney.General@ag.state.mn.us
State of Missouri	Office of the Attorney General		consumer.help@ago.mo.gov
State of New Hampshire	Office of the Attorney General		attorneygeneral@doj.nh.gov
State of New Mexico	Office of the Attorney General		hbalderas@nmag.gov
State of North Dakota	Office of the Attorney General		ndag@nd.gov
State of Oklahoma	Office of the Attorney General		questions@oag.ok.gov
State of Oregon	Office of the Attorney General		ellen.rosenblum@dog.state.or.us
State of Utah	Office of the Attorney General		uag@utah.gov
State of Utah	Office of the Attorney General, Sean D. Reyes		uag@utah.gov
State of Vermont	Office of the Attorney General		ago.info@vermont.gov
State of Virginia	Office of the Attorney General		mail@oag.state.va.us
State of West Virginia	Office of the Attorney General		consumer@wvago.gov
The Office of the United States Trustee	Attn: Andrea B. Schwartz & Annie Wells		andrea.b.schwartz@usdoj.gov
Web Holdings LLC	c/o Backenroth Frankel & Krinsky, LLP	Attn: Mark A. Frankel	annie.wells@usdoj.gov mfrankel@bklaw.com
			mpollio@goodwin.com
		Attn: Marie C. Pollio & Latonia C. Williams	lwilliams@goodwin.com
Wilmington Trust, National Association	c/o Shipman & Goodwin LLP		bankruptcy@goodwin.com
Wipro LLC	Attn: Pankaj Narnolia, Head - Finance		bankruptcyparalegal@goodwin.com Pankaj.narnolia@wipro.com
Wolftech Broadcast Solutions AS	Notice Name Redacted		Email Addresses Redacted
		Attn: Marianna Udem, Brigitte G. McGrath	mudem@askllp.com
Wolftech Broadcast Solutions AS	c/o ASK LLP		bmcgrath@askllp.com
		Attn: Eric R. Greene, James M. Murphy	egreene@spivaklipton.com
Writers Guild of America, East	c/o Spivak Lipton LLP		jmurphy@spivaklipton.com
XWP Co. Pty Ltd.	Attn: Sarah Prelorenzo, Chief Financial Officer		sarah@x-company.com